



CORPORATION SERVICE COMPANY

RECORDATION NO. 26247 FILED

MAR 17 '06

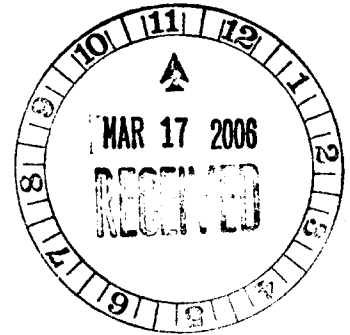
3-44AM

SURFACE TRANSPORTATION BOARD

PRIMARY FILING

March 16, 2006

Barbara Saddler  
Surface Transportation Board  
Recordation Office  
1925 K Street, N.W., Suite 70  
Washington D.C. 20423  
[Barbara.saddler@stb.dot.gov](mailto:Barbara.saddler@stb.dot.gov)



RE: 150673-1

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of September 2, 2005 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING, INC.**  
1211 Avenue of the Americas, 20<sup>th</sup> Floor New York, NY 10036

Lessee: **WEDRON SILICA COMPANY**  
3450 E. 2056<sup>TH</sup> STREET, PO BOX 119, WEDRON, IL 60557

**A short summary of the document to appear in the index follows:**

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING, INC.** and Lessee: **WEDRON SILICA COMPANY** covering 249 CF covered hopper cars with gravity gates & round hatches with reporting marks and numbers – WSSX 2001 TO 2250 - INCLUSIVE.

Please file this memorandum as a **PRIMARY** document and return one (1) stamped original to my attention. A check covering the filing fee of thirty-three dollars (\$33.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-995-5071 x 3793.

Thank you for your prompt assistance.

Sincerely,

STEVE TURNER  
Motor Vehicle Specialist

MAR 17 '06

3-44PM

## MEMORANDUM OF RAILCAR LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 2<sup>nd</sup> day of Sept, 2005 is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and WEDRON SILICA COMPANY, an Ohio corporation, with an address at 3450 E. 2056th. Street, PO Box 119, Wedron, IL 60557 (the "Lessee" and, together with the Lessor, the "Parties").

## KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Net Railcar Lease (the "Lease") dated as of Sept 2<sup>nd</sup>, 2005 covering the equipment listed on Schedule A hereto (the "Equipment").

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the parties and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: [Signature]  
Name: WILLIAM J. PARR  
Title: VIC. PRES. FIN.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

WEDRON SILICA COMPANY

By: [Signature]  
Name: STEPHEN E. KING, III  
Title: VICE PRESIDENT SYSTEMS & LOGISTICS

# Schedule A

## Number of Cars

## Equipment Description

249

3,256 C.F. covered hopper car with gravity gates and round hatches

1	WSSX	2001	53	WSSX	2053	105	WSSX	2105
2	WSSX	2002	54	WSSX	2054	106	WSSX	2106
3	WSSX	2003	55	WSSX	2055	107	WSSX	2108
4	WSSX	2004	56	WSSX	2056	108	WSSX	2109
5	WSSX	2005	57	WSSX	2057	109	WSSX	2110
6	WSSX	2006	58	WSSX	2058	110	WSSX	2111
7	WSSX	2007	59	WSSX	2059	111	WSSX	2112
8	WSSX	2008	60	WSSX	2060	112	WSSX	2113
9	WSSX	2009	61	WSSX	2061	113	WSSX	2114
10	WSSX	2010	62	WSSX	2062	114	WSSX	2115
11	WSSX	2011	63	WSSX	2063	115	WSSX	2116
12	WSSX	2012	64	WSSX	2064	116	WSSX	2117
13	WSSX	2013	65	WSSX	2065	117	WSSX	2118
14	WSSX	2014	66	WSSX	2066	118	WSSX	2119
15	WSSX	2015	67	WSSX	2067	119	WSSX	2120
16	WSSX	2016	68	WSSX	2068	120	WSSX	2121
17	WSSX	2017	69	WSSX	2069	121	WSSX	2122
18	WSSX	2018	70	WSSX	2070	122	WSSX	2123
19	WSSX	2019	71	WSSX	2071	123	WSSX	2124
20	WSSX	2020	72	WSSX	2072	124	WSSX	2125
21	WSSX	2021	73	WSSX	2073	125	WSSX	2126
22	WSSX	2022	74	WSSX	2074	126	WSSX	2127
23	WSSX	2023	75	WSSX	2075	127	WSSX	2128
24	WSSX	2024	76	WSSX	2076	128	WSSX	2129
25	WSSX	2025	77	WSSX	2077	129	WSSX	2130
26	WSSX	2026	78	WSSX	2078	130	WSSX	2131
27	WSSX	2027	79	WSSX	2079	131	WSSX	2132
28	WSSX	2028	80	WSSX	2080	132	WSSX	2133
29	WSSX	2029	81	WSSX	2081	133	WSSX	2134
30	WSSX	2030	82	WSSX	2082	134	WSSX	2135
31	WSSX	2031	83	WSSX	2083	135	WSSX	2136
32	WSSX	2032	84	WSSX	2084	136	WSSX	2137
33	WSSX	2033	85	WSSX	2085	137	WSSX	2138
34	WSSX	2034	86	WSSX	2086	138	WSSX	2139
35	WSSX	2035	87	WSSX	2087	139	WSSX	2140
36	WSSX	2036	88	WSSX	2088	140	WSSX	2141
37	WSSX	2037	89	WSSX	2089	141	WSSX	2142
38	WSSX	2038	90	WSSX	2090	142	WSSX	2143
39	WSSX	2039	91	WSSX	2091	143	WSSX	2144
40	WSSX	2040	92	WSSX	2092	144	WSSX	2145
41	WSSX	2041	93	WSSX	2093	145	WSSX	2146
42	WSSX	2042	94	WSSX	2094	146	WSSX	2147
43	WSSX	2043	95	WSSX	2095	147	WSSX	2148
44	WSSX	2044	96	WSSX	2096	148	WSSX	2149
45	WSSX	2045	97	WSSX	2097	149	WSSX	2150
46	WSSX	2046	98	WSSX	2098	150	WSSX	2151
47	WSSX	2047	99	WSSX	2099	151	WSSX	2152
48	WSSX	2048	100	WSSX	2100	152	WSSX	2153
49	WSSX	2049	101	WSSX	2101	153	WSSX	2154
50	WSSX	2050	102	WSSX	2102	154	WSSX	2155
51	WSSX	2051	103	WSSX	2103	155	WSSX	2156
52	WSSX	2052	104	WSSX	2104	156	WSSX	2157

# Schedule A

## Number of Cars

## Equipment Description

249

3,256 C.F. covered hopper car with gravity gates and round hatches

157	WSSX	2158	209	WSSX	2210
158	WSSX	2159	210	WSSX	2211
159	WSSX	2160	211	WSSX	2212
160	WSSX	2161	212	WSSX	2213
161	WSSX	2162	213	WSSX	2214
162	WSSX	2163	214	WSSX	2215
163	WSSX	2164	215	WSSX	2216
164	WSSX	2165	216	WSSX	2217
165	WSSX	2166	217	WSSX	2218
166	WSSX	2167	218	WSSX	2219
167	WSSX	2168	219	WSSX	2220
168	WSSX	2169	220	WSSX	2221
169	WSSX	2170	221	WSSX	2222
170	WSSX	2171	222	WSSX	2223
171	WSSX	2172	223	WSSX	2224
172	WSSX	2173	224	WSSX	2225
173	WSSX	2174	225	WSSX	2226
174	WSSX	2175	226	WSSX	2227
175	WSSX	2176	227	WSSX	2228
176	WSSX	2177	228	WSSX	2229
177	WSSX	2178	229	WSSX	2230
178	WSSX	2179	230	WSSX	2231
179	WSSX	2180	231	WSSX	2232
180	WSSX	2181	232	WSSX	2233
181	WSSX	2182	233	WSSX	2234
182	WSSX	2183	234	WSSX	2235
183	WSSX	2184	235	WSSX	2236
184	WSSX	2185	236	WSSX	2237
185	WSSX	2186	237	WSSX	2238
186	WSSX	2187	238	WSSX	2239
187	WSSX	2188	239	WSSX	2240
188	WSSX	2189	240	WSSX	2241
189	WSSX	2190	241	WSSX	2242
190	WSSX	2191	242	WSSX	2243
191	WSSX	2192	243	WSSX	2244
192	WSSX	2193	244	WSSX	2245
193	WSSX	2194	245	WSSX	2246
194	WSSX	2195	246	WSSX	2247
195	WSSX	2196	247	WSSX	2248
196	WSSX	2197	248	WSSX	2249
197	WSSX	2198	249	WSSX	2250
198	WSSX	2199			
199	WSSX	2200			
200	WSSX	2201			
201	WSSX	2202			
202	WSSX	2203			
203	WSSX	2204			
204	WSSX	2205			
205	WSSX	2206			
206	WSSX	2207			
207	WSSX	2208			
208	WSSX	2209			